

## **ATTACHMENT 3**

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
	)	
W.R. GRACE & CO., et al. <sup>1</sup>	)	Case No. 01-01139 (JFK)
	)	Jointly Administered
Debtors.	)	
	)	Objection Date:

FORTY-FOURTH MONTHLY APPLICATION OF  
BEVERIDGE & DIAMOND, P.C.  
FOR COMPENSATION FOR SERVICES RENDERED AND  
REIMBURSEMENT OF EXPENSES  
AS COUNSEL TO THE DEBTORS FOR THE  
PERIOD FROM JUNE 1, 2009 THROUGH JUNE 30, 2009

Name of Applicant:	Beveridge & Diamond, P.C.
Authorized to Provide Professional Services to:	Debtors and Debtors in Possession
Date of Retention:	May 12, 2005
Period for which Compensation and Reimbursement is Sought:	June 1, 2009 through June 30, 2009
Amount of Compensation Sought as Actual, Reasonable and Necessary:	\$38,481.50
Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary:	\$888.98

This is a:     XX     monthly     \_\_\_\_\_ interim     \_\_\_\_\_ final application.

<sup>1</sup> The Debtors consist of the following 62 entities: W.R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W.R. Grace & Co.-Conn, A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W.R. Grace Capital Corporation, W.R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc.), E&C Liquidating Corp., Emerson & Cuning, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

PRIOR APPLICATIONS FILED:

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
12/05	10/1/05 – 10/31/05	\$13,486.25	\$ 337.02	\$13,486.25	\$ 337.02
2/06	11/1/05 – 11/30/05	\$46,587.50 <sup>2</sup>	\$ 57.62	\$46,587.50 <sup>3</sup>	\$ 57.62
2/06	12/1/05 – 12/31/05	\$ 5,726.25 <sup>4</sup>	\$1,308.41	\$ 5,726.25 <sup>5</sup>	\$1,308.41
3/06	1/1/06 – 1/31/06	\$11,187.50	\$ 173.56	\$11,187.50	\$ 173.56
4/06	2/1/06 – 2/28/06	\$16,106.25	\$ 156.33	\$16,106.25	\$ 156.33
5/06	3/1/06 – 3/31/06	\$11,377.50	\$ 70.33	\$11,377.50	\$ 70.33
6/06	4/1/06 -- 4/30/06	\$13,693.75	\$ 356.81	\$13,693.75	\$ 356.81
8/06	5/1/06 -- 5/31/06	\$28,261.25	\$ 227.37	\$28,261.25	\$ 227.37
9/13/06	6/1/06 -- 6/30/06	\$10,103.75	\$ 285.26	\$10,103.75	\$ 285.26
9/13/06	7/1/06 -- 7/31/06	\$ 4,307.50	\$ 14.21	\$ 4,307.50	\$ 14.21
9/25/06	8/1/06 -- 8/31/06	\$4,812.50	\$ 131.31	\$4,812.50	\$ 131.31
10/30/06	9/1/06 -- 9/30/06	\$16,988.75	\$ 287.83	\$16,988.75	\$ 287.83
12/1/06	10/1/06 -- 10/31/06	\$19,348.25	\$ 210.02	\$19,348.25	\$ 210.02
1/11/07	11/1/06 - 11/30/06	\$34,281.25	\$ 425.47	\$34,281.25	\$ 425.47
3/7/07	12/1/06 - 12/31/06	\$43,924.00	\$ 338.42	\$43,924.00	\$ 338.42
3/7/07	1/1/07 - 1/31/07	\$51,760.00	\$ 211.32	\$51,760.00	\$ 211.32
6/4/07	2/1/07 - 2/28/07	\$36,245.00	\$ 94.79	\$36,245.00	\$ 94.79
6/4/07	3/1/07 - 3/31/07	\$33,840.00	\$ 480.06	\$33,840.00	\$ 480.06
6/18/07	4/1/07-4/30/07	\$35,377.50	\$ 514.32	\$35,377.50	\$ 514.32
6/18/07	5/1/07 - 5/31/07	\$17,681.25	\$ 389.29	\$17,681.25	\$ 389.29
8/23/07	6/1/07 - 6/30/07	\$22,225.00	\$ 133.35	\$22,225.00	\$ 133.35
10/11/07	7/1/07-7/31/07	\$31,450.00	\$ 248.66	\$31,100.00	\$ 248.66
10/11/07	8/1/07 - 8/31/07	\$30,497.50	\$ 567.93	\$29,875.50	\$ 567.93
10/19/07	9/1/07 - 9/30/07	\$18,575.00	\$ 311.53	\$18,575.00	\$ 311.53
1/2/08	10/1/07 – 10/31/07	\$7,217.50	\$ 791.76	\$7,217.50	\$ 791.76
1/2/08	11/1/07-11/30/07	\$5,200.00	\$ 111.41	\$5,200.00	\$ 111.41
4/29/08	12/1/07-12/31/07	\$8,670.00	\$ 142.43	\$8,670.00	\$ 142.43
4/29/08	1/1/08 – 2/28/08	\$19,480.00	\$ 74.16	\$19,480.00	\$ 74.16
5/5/08	3/1/08-3/31/08	\$6,320.00	\$ 81.38	\$6,320.00	\$ 81.38
6/23/08	4/1/08-4/30/08	\$5,358.00	\$ 54.14	\$5,358.00	\$ 54.14
7/21/08	5/1/08-5/31/08	\$32,068.00	\$ 19.86	\$32,068.00	\$ 19.86
9/3/08	6/1/08 – 6/30/08	\$39,793.00	\$ 1,384.81	\$39,793.00	\$ 1,384.81

<sup>2</sup> The original Application filed 2/06 requested fees in the amount of \$43,662.50 and Expenses in the amount of \$57.62. Amendment of this application is pending and will correct the amount of the requested fees which should have been \$46,587.50.

<sup>3</sup> The original Application filed 2/06 requested fees in the amount of \$43,662.50 and Expenses in the amount of \$57.62. Amendment of this application is pending and will correct the amount of the requested fees which should have been \$46,587.50.

<sup>4</sup> The original application filed 2/06 requested fees in the amount of \$5,238.75 and Expenses in the amount of \$1,308.41. Amendment of this application is pending and will correct the amount of the requested fees which should have been \$5,726.25.

<sup>5</sup> The original application filed 2/06 requested fees in the amount of \$5,238.75 and Expenses in the amount of \$1,308.41. Amendment of this application is pending and will correct the amount of the requested fees which should have been \$5,726.25.

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
9/15/08	7/1/08-7/31/08	\$89,644	\$273.65	\$89,644	\$273.65
11/14/08	8/1/08-8/31/08	\$50,539.50	\$224.70	\$50,539.50	\$224.70
11/14/08	9/1/08 - 9/30/08	3,905.50	\$986.54	3,905.50	\$986.54
2/6/09	10/1/08 - 10/31/08	1,360.00	\$365.78	1,360.00	\$365.78
2/6/09	11/1/08 - 11/30/08	\$920.00	\$524.75	\$920.00	\$524.75
3/24/09	12/1/08 - 12/31/08	\$2,702.50	\$11.37	\$2,702.50	\$11.37
3/30/09	1/1/09 - 1/31/09	\$25,585.00	\$1.40	Pending	Pending
4/21/09	2/1/09 - 2/28/09	\$39,237.00	\$516.80	Pending	Pending
4/30/09	3/1/09 - 3/31/09	\$ 8,128.00	\$ 46.35	Pending	Pending
7/7/09	4/1/09 - 4/30/09	\$ 80,837.00	\$1,411.58	Pending	Pending
7/20/09	5/1/09 - 5/31/09	\$ 80,837.00	\$ 1,411.58	Pending	Pending

### B&D PROFESSIONALS<sup>6</sup>

Name of Professional Individual	Position of the Applicant, Number of years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise	Hourly Billing Rate (including changes)	Total Hours Billed	Total Compensation
Cynthia Lewis	Principal; Joined Firm 1978; Member of DC Bar since 1978	\$550.00	1.40	\$770.00
Pamela D. Marks	Principal; Joined Firm 1997; Member of MD Bar since 1986	\$420.00	73.50	\$30,870.00
Jeanine Grachuk	Of Counsel; Joined Firm 2004; Member of MA Bar since 1996	\$365.00	14.90	\$5,438.50
Graham St. Michel	Associate; Joined Firm 2008; Member of CA Bar since 2008	\$230.00	4.80	\$1,104.00
Russell N. Fraker	Associate; Joined Firm 2009; Member of TN Bar since 2008	\$230.00	1.30	\$299.00

Total Fees: \$38,481.50

Total Hours: 95.90

Blended Rate: \$401.00

### TASK CODE SUMMARY

Project Category	Total Hours	Total Fees Requested
Litigation and Litigation Consulting	95.90	\$38,481.50

<sup>6</sup> These amounts are the sum total from all of the invoices attached hereto.

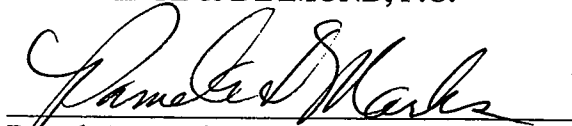
EXPENSE SUMMARY<sup>7</sup>

Expense Category	Service Provider (if applicable) <sup>8</sup>	Total Expense
Duplicating		\$144.45
Postage		2.03
LexisNexis Court Link		11.37
Long Distance Telephone		598.00
Express Delivery	UPS	13.03
Travel Expenses	Related to Boston trip	20.90
Air/Train Fare	Airfare for P. Marks travel to Boston for meeting.	99.20

WHEREFORE, Beveridge & Diamond, P.C. respectfully requests that, for the period June 1, 2009 through June 30, 2009, an interim allowance be made to Beveridge & Diamond, P.C. for compensation in the amount of \$38,381.50 and actual and necessary expenses in the amount of \$888.98 for a total allowance of \$39,370.48 and payment of \$30,705.20 (80% of the allowed fees) and reimbursement of \$888.98 (100% of the allowed expenses) be authorized for a total payment of \$31,594.18, and for such other and further relief as this Court may deem just and proper.

Dated: August 26, 2009

BEVERIDGE & DIAMOND, P.C.



Pamela D. Marks  
 201 N. Charles Street, Suite 2210  
 Baltimore, MD 21201  
 Telephone: 410-230-1315  
 Facsimile: 410-230-1389  
 Counsel for Debtors and Debtors in Possession

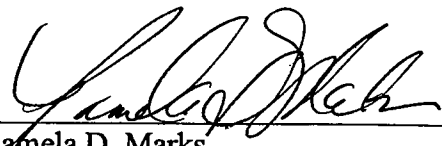
<sup>7</sup> These amounts are the sum total of the disbursements as shown on all of the invoices attached hereto.

<sup>8</sup> B&D may use one or more service providers. The service providers identified herein below are the primary service providers for the categories described.

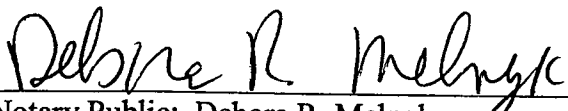
VERIFICATION

Pamela D. Marks, after being duly sworn according to law, deposes and says:

- a) I am an attorney with the applicant law firm Beveridge & Diamond, P.C..
- b) I am familiar with the legal services rendered by Beveridge & Diamond, P.C. as counsel to the Debtor and am thoroughly familiar with the other work performed on behalf of the Debtor by the lawyers and paraprofessionals of Beveridge & Diamond, P.C.
- c) I have reviewed the foregoing Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed the Local Bankruptcy Rules for the District of Delaware, and submit that the Application substantially complies with such rules.

  
\_\_\_\_\_  
Pamela D. Marks

SWORN AND SUBSCRIBED  
before me this 26 day of August, 2009.

  
\_\_\_\_\_  
Notary Public: Debora R. Melnyk  
My Commission Expires: May 27, 2013

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
	)	
W.R. GRACE & CO., et al. <sup>1</sup>	)	Case No. 01-01139 (JFK)
	)	Jointly Administered
Debtors.	)	
	)	Objection Date:

FEE DETAIL FOR BEVERIDGE & DIAMOND, P.C.'S  
MONTHLY FEE APPLICATION FOR THE PERIOD  
JUNE 1, 2009 THROUGH JUNE 30, 2009

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<sup>1</sup> The Debtors consist of the following 62 entities: W.R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W.R. Grace & Co.-Conn, A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W.R. Grace Capital Corporation, W.R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuning, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

# **EXHIBIT A**

**(FUSRAP)**



**LAW OFFICES  
BEVERIDGE & DIAMOND, P.C.  
SUITE 2210  
201 NORTH CHARLES STREET  
BALTIMORE, MD 21201-4150  
(410) 230-3850**

W. R. Grace & Co. - Conn  
Attn: Lydia B. Duff, Esq.  
7500 Grace Drive  
Columbia, MD 21044

July 30, 2009  
Client/Matter # 01246-011548  
Invoice # 130419  
Federal ID# 52-1247549

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For Legal Services Rendered Through 06/30/09 in Connection With:

PLEASE REMIT PAYMENT TO :      BEVERIDGE & DIAMOND, P.C.  
                                 SUITE 700  
                                 1350 I STREET, N.W.  
                                 WASHINGTON, D.C. 20005-3311

Curtis Bay FUSRAP Bankruptcy Claim Resolution

06/16/09	P. Marks	0.50	Review information from P. Bucens; communications with same.
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Total Hours : 0.50

Total Fees : \$210.00

BEVERIDGE &amp; DIAMOND, P.C.

INVOICE # 130419

July 30, 2009

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Disbursements:

Information Service - VENDOR: LEXISNEXIS COURT 11.37  
LINK-Invoice 3EA371519 dated 6/1/09 for online  
filing of court documents

Total Disbursements : \$11.37

Time Summary:

	Hours Worked	Billed Per Hour	Bill Amount
P. Marks	0.50	\$420.00	\$210.00

Total Fees : \$210.00

Total Disbursements : \$11.37

TOTAL DUE : \$221.37

## **EXHIBIT B**

**(General Regulatory/Compliance Issues)**

LAW OFFICES  
 BEVERIDGE & DIAMOND, P.C.  
 SUITE 2210  
 201 NORTH CHARLES STREET  
 BALTIMORE, MD 21201-4150  
 (410) 230-3850

W. R. Grace & Co. - Conn  
 Attn: Lydia B. Duff, Esq.  
 7500 Grace Drive  
 Columbia, MD 21044

July 30, 2009  
 Client/Matter # 01246-012100  
 Invoice # 130420  
 Federal ID# 52-1247549

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For Legal Services Rendered Through 06/30/09 in Connection With:

PLEASE REMIT PAYMENT TO : BEVERIDGE & DIAMOND, P.C.  
 SUITE 700  
 1350 I STREET, N.W.  
 WASHINGTON, D.C. 20005-3311

General Regulatory/Compliance Issues

06/05/09	C. Lewis	0.30	Internal and client correspondence re revising inert ingredient approval request.
06/05/09	G. St. Michel	1.20	Further revisions to inert approval request letter; draft correspondence re same and need for updated MSDS.
06/09/09	G. St. Michel	0.30	Draft reminder correspondence re Arch-1 MSDS.
06/10/09	C. Lewis	0.20	Correspondence to L. Duff re status of inert approval submission.
06/11/09	G. St. Michel	2.00	Assemble final draft submission form; draft correspondence re same.
06/12/09	C. Lewis	0.40	Internal correspondence re final version of inert approval request; conference with G. St. Michel re same.
06/12/09	G. St. Michel	1.00	Coordinate with L. Duff and C. Lewis re signatures and finalize EPA submission; assemble final package, forward same to client and EPA.

BEVERIDGE &amp; DIAMOND, P.C.

VOICE # 130420

July 30, 2009

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06/17/09	C. Lewis	0.30	Correspondence with L. Duff re follow-up with EPA.
06/18/09	C. Lewis	0.10	Correspondence with L. Duff and telephone call to EPA re status.
06/22/09	C. Lewis	0.10	Correspondence with G. St. Michel re follow-up with EPA re inert approval request.
06/22/09	G. St. Michel	0.30	Telephone calls to EPA IIAB; draft correspondence to EPA IIAB re status check on request letter submission.

Total Hours : 6.20

Total Fees : \$1,874.00

Disbursements:

Duplicating 0.60

Total Disbursements : \$0.60

Time Summary:

	Hours Worked	Billed Per Hour	Bill Amount
C. Lewis	1.40	\$550.00	\$770.00
G. St. Michel	4.80	\$230.00	\$1,104.00

Total Fees : \$1,874.00

Total Disbursements : \$0.60

TOTAL DUE : \$1,874.60

# **EXHIBIT C**

**(Russell Field)**

LAW OFFICES  
BEVERIDGE & DIAMOND, P.C.  
SUITE 2210  
201 NORTH CHARLES STREET  
BALTIMORE, MD 21201-4150  
(410) 230-3850

W. R. Grace & Co.  
Attn: Lydia Duff, Esq.  
Division Counsel  
7500 Grace Drive  
Columbia, MD 21044

July 30, 2009  
Client/Matter # 01246-014015  
Invoice # 130422  
Federal ID# 52-1247549

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For Legal Services Rendered Through 06/30/09 in Connection With:

PLEASE REMIT PAYMENT TO : BEVERIDGE & DIAMOND, P.C.  
SUITE 700  
1350 I STREET, N.W.  
WASHINGTON, D.C. 20005-3311

Russell Field

06/01/09	P. Marks	1.60	Telephone conferences with L. Duff and M. Johns.
06/01/09	P. Marks	7.80	Prepare documents related to settlement discussions, including correspondence to MBTA, supplemental introductory statement, and correspondence to City.
06/02/09	P. Marks	4.60	Prepare for and conduct telephone conferences with J. Taylor re strategy and telephone conferences with L. Duff re multiple issues and documents; follow-up tasks re same.
06/02/09	P. Marks	0.30	Finalize correspondence to L. Lustig and forward same.
06/03/09	P. Marks	5.80	Prepare background correspondence and strategy for negotiations; compile all comments re same and submit to mediator; prepare response to settlement offer; multiple telephone conferences with J. Taylor and L. Duff re same; telephone conference with L. Lustig re Perini involvement; prepare exhibits.



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July 30, 2009

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06/04/09	P. Marks	4.80	Prepare presentation for negotiation session; telephone conferences with M. Johns and L. Duff re same; address logistics re same (evidence; equipment; attendance list; negotiating authority; mediation agreement; participation by additional parties; etc.).
06/04/09	P. Marks	0.30	Review cost charts.
06/05/09	P. Marks	5.40	Prepare for negotiations and related telephone conferences with opposing counsel, clients, and consultant.
06/07/09	P. Marks	4.20	Prepare exhibits, prepare for presentation, and coordinate with L. Duff re same.
06/07/09	J. Grachuk	4.40	Prepare for negotiation session, including review City response to settlement proposal and review arguments including case law research.
06/08/09	P. Marks	13.00	Conduct extensive pre-conference meetings, full day of mediation, and post-mediation evaluation.
06/08/09	J. Grachuk	1.00	Participate in pre-negotiation session meeting with J. Taylor and S. Darling for the MBTA.
06/08/09	J. Grachuk	9.50	Participate in negotiation session with representatives of the MBTA, City, Sverdrup and the Joint Venture.
06/10/09	P. Marks	0.90	Check status, and emails and conferences with L. Duff re same.
06/11/09	P. Marks	1.50	Prepare summary report re mediation for L. Duff; telephone conference with L. Duff re J. Kass correspondence and evaluate same.
06/12/09	P. Marks	1.20	Telephone conference with L. Duff; prepare correspondence to J. Kass.
06/15/09	P. Marks	1.90	Research status of settlement discussions and telephone conference with J. Taylor and B. Fogel (opposing counsel) re same; communications with L. Duff re same and prepare written communication to all counsel re same.
06/16/09	P. Marks	1.30	Prepare draft stipulation; telephone conference with J. Kass; follow-up communications with other parties and L. Duff.

BEVERIDGE &amp; DIAMOND, P.C.

INVOICE # 130422

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06/17/09	P. Marks	0.50	Evaluate strategy of negotiations and communications re same.
06/18/09	P. Marks	2.60	Telephone conference with J. Kass and J. Taylor re settlement; follow-up communications with J. Taylor, B. Fogel, and L. Duff re settlement figures and strategy.
06/19/09	P. Marks	3.40	Telephone conferences with J. Kass and various counsel re evolving settlement; prepare stipulation re same; telephone conferences with L. Duff and bankruptcy counsel re same.
06/22/09	P. Marks	3.10	Telephone conferences with L. Duff re settlement; review all of the parties' emails re same; prepare and circulate stipulation re same; meeting and telephone conferences with counsel re bankruptcy procedure and related issues.
06/23/09	P. Marks	1.60	Work on reconciling settlement agreement with bankruptcy stipulation; emails and telephone conferences re same with L. Duff and opposing counsel.
06/24/09	P. Marks	2.20	Telephone conferences and emails with counsel re settlement agreement; revise stipulation re same.
06/25/09	P. Marks	2.70	Work on settlement finalization, including emails and telephone conferences with counsel and revising stipulation to address client comments and telephone conference with L. Duff re same; rap up of J. Kass communications and fee issues.
06/26/09	P. Marks	1.00	Circulate revised stipulation to counsel; followup communications with opposing counsel re questions/concerns re same.
06/29/09	P. Marks	0.80	Email exchanges with opposing counsel to client re settlement and revise stipulation re same.
06/30/09	P. Marks	0.20	Review emails re settlement.

Total Hours : 87.60

Total Fees : \$35,972.50

BEVERIDGE &amp; DIAMOND, P.C.

INVOICE # 130422

July 30, 2009

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Disbursements:

Postage	2.03
Long Distance Telephone	598.00
Duplicating	143.85
Express Delivery	13.03
Travel Expenses	20.90
Air/Train Fare	99.20

Total Disbursements :	\$877.01
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Time Summary:

	Hours Worked	Billed Per Hour	Bill Amount
P. Marks	72.70	\$420.00	\$30,534.00
J. Grachuk	14.90	\$365.00	\$5,438.50

Total Fees :	\$35,972.50
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Total Disbursements :	\$877.01
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TOTAL DUE :	\$36,849.51
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# **EXHIBIT D**

**(Bankruptcy Fee Application)**

LAW OFFICES  
BEVERIDGE & DIAMOND, P.C.  
SUITE 2210  
201 NORTH CHARLES STREET  
BALTIMORE, MD 21201-4150  
(410) 230-3850

W. R. Grace & Co. - Conn  
Attn: Lydia B. Duff, Esq.  
7500 Grace Drive  
Columbia, MD 21044

July 30, 2009  
Client/Matter # 01246-012629  
Invoice # 130421  
Federal ID# 52-1247549

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For Legal Services Rendered Through 06/30/09 in Connection With:

PLEASE REMIT PAYMENT TO : BEVERIDGE & DIAMOND, P.C.  
SUITE 700  
1350 I STREET, N.W.  
WASHINGTON, D.C. 20005-3311

Bankruptcy Fee Application

06/15/09 P. Marks 0.30 Review fee applications.

Total Hours : 0.30  
Total Fees : \$126.00

BEVERIDGE &amp; DIAMOND, P.C.

INVOICE # 130421

July 30, 2009

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Time Summary:

	Hours Worked	Billed Per Hour	Bill Amount
P. Marks	0.30	\$420.00	\$126.00

**Total Fees :** \$126.00

**TOTAL DUE :** \$126.00

# **EXHIBIT E**

**(Brazil General)**

**LAW OFFICES  
BEVERIDGE & DIAMOND, P.C.  
SUITE 2210  
201 NORTH CHARLES STREET  
BALTIMORE, MD 21201-4150  
(410) 230-3850**

W. R. Grace & Co.  
Attn: Lydia Duff, Esq.  
Division Counsel  
7500 Grace Drive  
Columbia, MD 21044

July 30, 2009  
Client/Matter # 01246-014028  
Invoice # 130423  
Federal ID# 52-1247549

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For Legal Services Rendered Through 06/30/09 in Connection With:

PLEASE REMIT PAYMENT TO : BEVERIDGE & DIAMOND, P.C.  
SUITE 700  
1350 I STREET, N.W.  
WASHINGTON, D.C. 20005-3311

Brazil General

06/12/09	R. Fraker	1.30	Review draft of transfer document for Brazilian property; teleconference with L. Duff and V. Finkelstein.
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Total Hours : 1.30

Total Fees : \$299.00



INVOICE # 130423  
July 30, 2009  
PAGE 2

Time Summary:

	Hours Worked	Billed Per Hour	Bill Amount
R. Fraker	1.30	\$230.00	\$299.00

Total Fees : \$299.00

TOTAL DUE : \$299.00